

Sale Approval Hearing Date: June 30, 2009 at 9:45 a.m.

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THE STATES OF ARKANSAS, ARIZONA, CALIFORNIA, CONNECTICUT,
COLORADO, DELAWARE, GEORGIA, IDAHO, IOWA, ILLINOIS, INDIANA,
KANSAS, KENTUCKY, LOUISIANA, MASSACHUSETTS, MARYLAND, MAINE,
MICHIGAN, MINNESOTA, MISSOURI, MISSISSIPPI, MONTANA, NEBRASKA
NORTH CAROLINA, NORTH DAKOTA, NEW JERSEY, NEW MEXICO,
NEVADA, OHIO, OKLAHOMA, PENNSYLVANIA, RHODE ISLAND, UTAH,
VIRGINIA, VERMONT, WASHINGTON, and WEST VIRGINIA

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re:	: CHAPTER 11
	:
GENERAL MOTORS CORP., et al.,	: Case No. 09-50026 (REG)
	:
	: (Jointly Administered)
Debtors.	:
-----X	

**LIMITED OBJECTION OF THE STATES OF ARKANSAS, ARIZONA,
CALIFORNIA, CONNECTICUT, COLORADO, DELAWARE, GEORGIA, IDAHO,
IOWA, ILLINOIS, INDIANA, KANSAS, KENTUCKY, LOUISIANA,**

**MASSACHUSETTS, MARYLAND, MAINE, MICHIGAN, MINNESOTA, MISSOURI,
MISSISSIPPI, MONTANA, NEBRASKA, NORTH CAROLINA, NORTH DAKOTA,
NEW JERSEY, NEW MEXICO, NEVADA, OHIO, OKLAHOMA, PENNSYLVANIA,
RHODE ISLAND, UTAH, VIRGINIA, VERMONT, WASHINGTON, and WEST
VIRGINIA**

The States of Hawaii, New Hampshire, South Carolina, South Dakota and Wisconsin join the *LIMITED OBJECTION OF THE STATES OF Arkansas, Arizona, California, Connecticut, Colorado, Delaware, Georgia, Idaho, Iowa, Illinois, Indiana, Kansas, Kentucky, Louisiana, Massachusetts, Maryland, Maine, Michigan, Minnesota, Missouri, Mississippi, Montana, Nebraska, North Carolina, North Dakota, New Jersey, New Mexico, Nevada, Ohio, Oklahoma, Pennsylvania, Rhode Island, Utah, Virginia, Vermont, Washington, and West Virginia to Debtors' Sale Motion* [Doc. No. 2043].

Dated: June 24, 2009

Respectfully submitted,

STATE OF NEBRASKA

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CERTIFICATE OF SERVICE

I hereby certify that on the 24th day of June, 2009, a true and correct copy of the foregoing was served on all those parties receiving notice through the Court's ECF system and those parties below via U.S. Mail First Class, postage prepaid.

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Dated: June 24, 2009

/s/ Leslie C. Levy
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